

INSTRUCTIONS CAREFULLY
PROCEEDING

US BANK/FCC JUN 24 2009
FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVISE
FORM 159

Approved by OMB
3060-0589
Page 1 of 2

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(1) LOCKBOX # 979091		DOCKET FILE COPY ORIGINAL WC 09-416		SPECIAL USE ONLY	
SECTION A - PAYER INFORMATION					
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Davis Wright Tremaine LLP			(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,015.00		
(4) STREET ADDRESS LINE NO. 1 1919 Pennsylvania Avenue NW					
(5) STREET ADDRESS LINE NO. 2 Suite 200					
(6) CITY Washington			(7) STATE DC	(8) ZIP CODE 20006	
(9) DAY TIME TELEPHONE NUMBER (include area code) 202-973-4218			(10) COUNTRY CODE (if not in U.S.A.)		
FCC REGISTRATION NUMBER (FRN) REQUIRED					
(11) PAYER (FRN) 0004063681			(12) FCC USE ONLY		
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(13) APPLICANT NAME East Texas Telecommunications LLC					
(14) STREET ADDRESS LINE NO. 1 214 S. Palestine					
(15) STREET ADDRESS LINE NO. 2					
(16) CITY Athens			(17) STATE TX	(18) ZIP CODE 75751	
(19) DAYTIME TELEPHONE NUMBER (include area code) 903-264-1111			(20) COUNTRY CODE (if not in U.S.A.)		
FCC REGISTRATION NUMBER (FRN) REQUIRED					
(21) APPLICANT (FRN) 0018818955			(22) FCC USE ONLY		
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(23A) CALL SIGN/OTHER ID 214 DOM		(24A) PAYMENT TYPE CODE CUT		(25A) QUANTITY 1	
(26A) FEE DUE FOR (PTC) \$1,015.00		(27A) TOTAL FEE \$1,015.00		FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2			

PAID BY CREDIT CARD

PAID BY CREDIT CARD

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE (CONTINUATION SHEET)
FORM 159-C

Page No 2 of 2

SPECIAL USE

FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT
SECTION BB-ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME

Telenational Communications, Inc.

(14) STREET ADDRESS LINE NO. 1

5408 N. 99th St.

(15) STREET ADDRESS LINE NO. 2

(16) CITY

Omaha

(17) STATE

NE

(18) ZIP CODE

68134

(19) DAYTIME TELEPHONE NUMBER (include area code)

402-392-1110

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)

0005044672

(22) FCC USE ONLY

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

(24A) PAYMENT TYPE CODE

(25A) QUANTITY

(26A) FEE DUE FOR (PTC)

(27A) TOTAL FEE

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

(23C) CALL SIGN/OTHER ID

(24C) PAYMENT TYPE CODE

(25C) QUANTITY

(26C) FEE DUE FOR (PTC)

(27C) TOTAL FEE

FCC USE ONLY

(28C) FCC CODE 1

(29C) FCC CODE 2

(23D) CALL SIGN/OTHER ID

(24D) PAYMENT TYPE CODE

(25D) QUANTITY

(26D) FEE DUE FOR (PTC)

(27D) TOTAL FEE

FCC USE ONLY

(28D) FCC CODE 1

(29D) FCC CODE 2

(23E) CALL SIGN/OTHER ID

(24E) PAYMENT TYPE CODE

(25E) QUANTITY

(26E) FEE DUE FOR (PTC)

(27E) TOTAL FEE

FCC USE ONLY

(28E) FCC CODE 1

(29E) FCC CODE 2

(23F) CALL SIGN/OTHER ID

(24F) PAYMENT TYPE CODE

(25F) QUANTITY

(26F) FEE DUE FOR (PTC)

(27F) TOTAL FEE

FCC USE ONLY

(28F) FCC CODE 1

(29F) FCC CODE 2

June 23, 2009

BY FEDERAL EXPRESS

ORIGINAL

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

**Re: Application for Authorization Pursuant to Section 214 of the
Communications Act of 1934, as Amended, and Section 63.04 of the
Commission's Rules, to Transfer Assets of Telenational Communications,
Inc. to East Texas Telecommunications LLC**

Dear Ms. Dortch:

Telenational Communications, Inc. and East Texas Telecommunications LLC hereby submit an original and five copies of the above-captioned application, as well as Form 159 and the requisite filing fee.

Please acknowledge receipt of this filing by date-stamping the extra copy marked stamp and return and returning it in the FedEx envelope included for this purpose. Please call me if you should have any questions. Thank you for your assistance.

Sincerely,

Davis Wright Tremaine LLP



Richard A. Gibbs

Enclosures

DWT 13019063v1 0089455-000001

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Telenational Communications, Inc. d/b/a)	
T.N.C. Communications, Inc.)	
)	
<i>Transferor,</i>)	
)	
and)	File No. _____
)	
East Texas Telecommunications LLC)	
)	
<i>Transferee,</i>)	
)	
For Consent to Transfer Certain Assets and)	
Customers pursuant to Section 214 of the)	
Communications Act of 1934, as amended.)	

**JOINT APPLICATION FOR
TRANSFER OF CONTROL OF DOMESTIC SECTION 214 AUTHORITY**

Telenational Communications, Inc. d/b/a T.N.C. Communications, Inc.¹ (“Telenational” or “Transferor”) and East Texas Telecommunications LLC (“ETT” or “Transferee,” and together with Telenational, “Applicants,” and each individually, “Applicant”), pursuant to section 214 of the Communications Act of 1934, as amended,² and sections 63.03, 63.04(a), and 63.18 of the Federal Communications Commission’s (“FCC” or “Commission”) rules, hereby request authority to enable ETT to acquire certain assets and customers of Telenational. As further described below, the proposed transaction is entitled to streamlined treatment under section 63.03(b)(2)(i) of the Commission’s rules for transfers of domestic authorizations.

¹ T.N.C. Communications, Inc. is the d/b/a assigned to Telenational Communications, Inc. in the State of Texas.

² 47 U.S.C. § 214.

I. DESCRIPTION OF THE PROPOSED TRANSACTION

Telenational is engaged in the business of providing facilities-based local and long distance voice, data, Internet communications and related services to residential, business and institutional customers within the State of Texas. Telenational is certified to provide local exchange service in one state, Texas, and long distance service in 46 states.

ETT is a Texas-based local exchange carrier. ETT does not currently provide telecommunications services; however, ETT has an application currently pending before the Texas Public Utilities Commission seeking authority to provide local exchange service in and around the geographical territory of Kaufman and Henderson Counties, Texas

Applicants have entered into an Asset Purchase Agreement whereby ETT will acquire the 1,621 local exchange and long distance customers in and around the geographical territory of Kaufman and Henderson Counties, Texas and currently served by Telenational. Following the transaction, these customers will be served by ETT. The proposed transfer is subject to certain state required notifications and/or approvals currently pending before the Texas Public Utilities Commission.

Applicants emphasize that the transition of the affected Telenational customers will be seamless and virtually transparent to the customers. Following the transfer, ETT will provide local exchange service under the same rates, terms and conditions as the customers currently receive from Telenational. Telenational customers will not incur any charges as a result of the change in service provider from Telenational to ETT.

In accordance with state and Commission rules, Applicants will provide written notice to the affected Telenational customers informing them of the proposed transaction. Service to these customers will not be transferred until the requisite regulatory approvals have been obtained. In addition, ETT, as the acquiring carrier, shall file with the Commission the notice and

certification required by Section 64.1120(e) of the Commission's rules. Applicants seek to consummate the proposed transaction on an expedited basis, with a target date of September 30, 2009.

II. ADDITIONAL INFORMATION REQUIRED BY SECTION 63.04

In support of this Application, Applicants provide the following summary information as required by section 63.04 of the Commission's rules:

1. Applicant Information

Transferor: Telenational Communications, Inc.
Address: 5408 N. 99th Street
Omaha, Nebraska 68134
Telephone: (402) 392-1110
Facsimile: (402) 392-7583
FRN: 0005044672

Transferee: East Texas Telecommunications LLC
Address: 214 S. Palestine
Athens, TX 75751
Telephone: (903) 264-1111
Facsimile: (903) 264-9100
FRN: 0018818955

2. State of Organization

Transferor: Telenational Communications, Inc. is incorporated under the laws of the state of Delaware.

Transferee: East Texas Telecommunications LLC is a limited liability company organized under the laws of Texas.

3. Contact Persons for this Application

For Transferor:

Chris Canfield
Chief Executive
Telenational Communications, Inc.
5408 N. 99th Street
Omaha, Nebraska 68134
Tel: (402) 392-7501
Fax: (402) 392-7545
Email: chris@telenational.net

For Transferee:

Terrence Peck
Chief Executive Officer
East Texas Telecommunications LLC
185-12 Union Turnpike
Fresh Meadows, NY 11366
Tel: (718) 454-4422
Fax: (718) 228-2604
Email: tpeck@lexllc.com

with a copy to:

Richard A. Gibbs
Davis Wright Tremaine LLP
1919 Pennsylvania Avenue NW
Suite 200
Washington, D.C. 20006-34902
Tel: (202) 973-4200
Fax: (202) 973-4499
Email: richardgibbs@dwt.com

4. Equity Ownership

The following individuals directly own ten percent or more of Applicants:

Transferor: Telenational is a wholly owned subsidiary of RapidLink, Inc. ("RapidLink").

RapidLink is a public company incorporated in the State of Delaware.

Name and Address	Percentage Ownership	Citizenship	Principal Business
John Allen Jenkins	26% (RapidLink)	U.S.	Telecommunications management
Christopher James Canfield	18% (RapidLink)	U.S.	Telecommunications management

Transferee: ETT is a limited liability company owned by two members.

Name and Address	Percentage Ownership	Citizenship	Principal Business
Terry Peck	45%	U.S.	Telecommunications management
David Tropper	55%	U.S.	Venture capital investing

5. Certification

Applicants hereby certify, pursuant to sections 1.2001 through 1.2003 of the Commission's rules,³ that to the best of their knowledge, information, and belief, no party to this Application is subject to a denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.⁴

6. Description of Transaction

See Section I above.

7. Geographic Areas Served

Telenational is engaged in the business of providing facilities-based local and long distance voice, data, Internet communications and related services to residential, business and institutional customers within the State of Texas. Telenational is certified to provide local exchange service in one state, Texas, and long distance service in 46 states. After the proposed transaction is completed, Telenational will continue to provide service in Texas.

³ 47 C.F.R. §§ 1.2001-1.2003.

⁴ 21 U.S.C. § 583

ETT does not currently provide telecommunications services; however, ETT has an application currently pending before the Texas Public Utility Commission seeking authority to provide local exchange service in and around the geographical territory of Kaufman and Henderson Counties, Texas

8. Streamlined Treatment

Applicants submit that the proposed transaction would result in ETT's market share in the local exchange services market to be substantially less than ten percent (10%). ETT will provide competitive telecommunications and exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to this transaction. Neither applicant is dominant with respect to any service. Therefore, this Application presumptively qualifies for streamlined processing pursuant to section 63.03(b)(2)(i) of the Commission's rules.

9. Related FCC Applications

None.

10. Special Consideration

Neither Applicant is facing eminent business failure; therefore, Applicants are not requesting special consideration.

11. Waiver Requests

Applicants have not filed any waiver requests in conjunction with the proposed transaction.

12. Public Interest Considerations

The proposed transaction will serve the public interest by ensuring no interruption of service to the affected customers, and the affected customers will receive the same rates, terms and conditions of service backed by the support services of ETT. Because ETT will provide service at the same rates, terms and conditions of service as they currently receive from

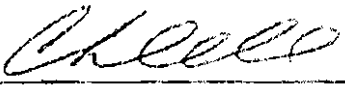
Telenational, the transaction will be virtually transparent to Telenational customers. Moreover, as set forth above, Applicants have provided written notice of the proposed transaction to affected customers to ensure that Telenational customers will understand how the proposed change in service providers will affect them.

III. CONCLUSION

For the foregoing reasons, the Applicants respectfully request that the Commission grant the requested Application on a streamlined basis.


Respectfully submitted,

Telenational Communications, Inc.

By: 
Chris Canfield
Chief Executive Officer
Telenational Communications, Inc.
5408 North 99th St.
Omaha, NE 68134
Tel: (402) 392-7501
Fax: (402) 392-7545
Email: chris@telenational.net

and

East Texas Telecommunications LLC

By: 
Terrence Peck
Chief Executive Officer
East Texas Telecommunications LLC
Tele: (718) 454-4422
Fax: (718) 228-2604
Email: tpeck@lexllc.com

Date: June 23, 2009

VERIFICATION

STATE OF NORTH COUNTY

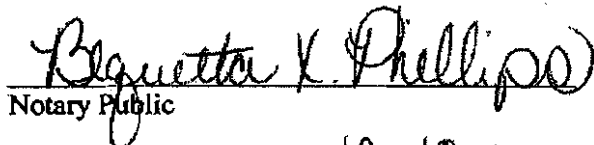
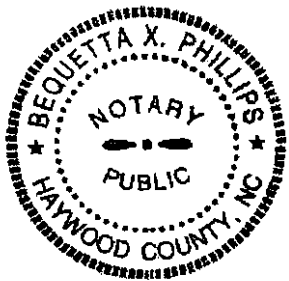
COUNTY OF BUNCOMBE

I, Terry Peck, being first duly sworn, do hereby certify, depose, and state that I am Chief Executive Officer for East Texas Telecommunications LLC and that I am authorized to make this verification on behalf of East Texas Telecommunications LLC; that I have read the foregoing Application; and that the facts stated therein are true and correct to the best of knowledge, information, and belief.



Terry Peck
Chief Executive Officer
East Texas Telecommunications LLC

Subscribed and sworn to before me, a Notary Public, this 22 day of June 2009.



Notary Public

My Commission expires: 12-18-10

VERIFICATION

STATE OF COLORADO

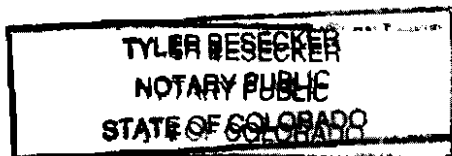
COUNTY OF SUMMIT

I, Chris Canfield, being first duly sworn, do hereby certify, depose, and state that I am Chief Executive Officer for Telenational Communications, Inc. and that I am authorized to make this verification on behalf of Telenational Communications, Inc.; that I have read the foregoing Application; and that the facts stated therein are true and correct to the best of knowledge, information, and belief.



Chris Canfield
Chief Executive Officer
Telenational Communications, Inc.

Subscribed and sworn to before me, a Notary Public, this 22nd day of June 2009.


Notary Public

My Commission expires: 01/01/2010